

RECORDATION NO. 27468 FILED

APR 22 '08 -1 30 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301  
WASHINGTON, D.C.

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

20036  
—  
(202) 393-2266  
FAX (202) 393-2156  
E-MAIL [alvordlaw@aol.com](mailto:alvordlaw@aol.com)

OF COUNSEL  
URBAN A LESTER

April 22, 2008

Anne K. Quinlan, Esquire  
Acting Secretary  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of April 21, 2008, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor: Infinity Rail II, LLC  
c/o Infinity Asset Management, LLC (as  
Manager)  
1355 Peachtree Street,  
Suite 750 - South Tower  
Atlanta, GA 30308

[Lessee: Carmeuse Lime, Inc..  
11 Stanwix Street  
Pittsburgh, PA 15222]

Anne K. Quinlan, Esquire  
April 22, 2008  
Page 2

A description of the railroad equipment covered by the enclosed document is:

27 covered hopper railcars: IFRX 53739, IFRX 800245 and within the series IFRX 476100 - IFRX 490406 (previously with NAHX reporting marks) as more particularly set forth in the schedule attached to the document).


A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem  
Enclosures

APR 22 '08 -1 30 PM

MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

1. Pursuant to the Lease Agreement identified below, Infinity Rail II, LLC, a Georgia limited liability company ("Lessor"), as lessor, has leased to Carmeuse Lime, Inc. ("Lessee"), as lessee, the railroad cars identified on the exhibit attached hereto and entitled "Description of Railcars" (the "Cars"). Said lease of the Cars is referred to hereinafter as the "Lease." "Lease Agreement" means Schedule No. 2 dated June 1, 2007, between Infinity Rail II, LLC ("IR"), as lessor, and Carmeuse Lime, Inc. ("Carmeuse"), as lessee (which incorporates the provisions of the Master Lease Agreement dated November 1, 2006 between Infinity Rail, LLC, as lessor, and Carmeuse Lime, Inc., as lessee).

2. The addresses of the parties are as follows:

Infinity Rail II, LLC (Lessor)  
c/o Infinity Asset Management, LLC as Manager  
1355 Peachtree Street  
Suite 750 - South Tower  
Atlanta, Georgia 30309

Carmeuse Lime, Inc. (Lessee)  
11 Stanwix Street  
Pittsburgh, PA 15222

3. The terms and provisions of the Lease are more particularly set forth in the Lease Agreement.

4. This Memorandum may be signed in counterpart or duplicate copies, and any signed counterpart or duplicate copy shall be equivalent to a signed original for all purposes.

Executed as of April 21, 2008.

INFINITY RAIL II, LLC  
By Infinity Asset Management, LLC as Manager

By: Jeffrey F. Edelman  
Jeffrey F. Edelman, President

Fulton County, Georgia

On April 21, 2008, before me personally appeared Jeffrey F. Edelman, to me personally known, who being by me duly sworn says that he is President of Infinity Asset Management, LLC, Manager of Infinity Rail II, LLC, and that, as such officer, being duly authorized to do so, he executed the foregoing instrument on behalf of said limited liability company.

Stephanie Cassanova  
Notary Public

My commission expires:

[NOTARIAL SEAL]

Notary Public, DeKalb County, Georgia  
My Commission Expires Aug. 2, 2009

### Description of Railcars

Description of Cars: 4750 cubic foot, 100-ton, covered hopper railcars

Quantity: twenty seven (27)

Reporting marks and identifying numbers:

Unit Count	Previous Mark	Previous Number	Current Mark	Current Number
1	NAHX	53739	IFRX	53739
2	NAHX	476100	IFRX	476100
3	NAHX	479675	IFRX	479675
4	NAHX	480550	IFRX	480550
5	NAHX	480561	IFRX	480561
6	NAHX	480706	IFRX	480706
7	NAHX	480810	IFRX	480810
8	NAHX	480835	IFRX	480835
9	NAHX	480999	IFRX	480999
10	NAHX	481147	IFRX	481147
11	NAHX	482132	IFRX	482132
12	NAHX	482652	IFRX	482652
13	NAHX	483182	IFRX	483182
14	NAHX	483224	IFRX	483224
15	NAHX	483234	IFRX	483234
16	NAHX	483470	IFRX	483470
17	NAHX	483510	IFRX	483510
18	NAHX	484469	IFRX	484469
19	NAHX	484480	IFRX	484480
20	NAHX	484483	IFRX	484483
21	NAHX	484485	IFRX	484485
22	NAHX	485060	IFRX	485060
23	NAHX	487365	IFRX	487365
24	NAHX	487855	IFRX	487855
25	NAHX	488423	IFRX	488423
26	NAHX	490406	IFRX	490406
27	NAHX	800245	IFRX	800245

**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: \_\_\_\_\_

4/22/08



\_\_\_\_\_  
Robert W. Alvord